

12.11.18, 2



11/25/08

PA0410 - PARCEL MASTER INQUIRY

13:59:39

PARCEL: RP MC0289

A

F17=DD

LEGAL DESCRIPTION

TIMBERLINE RESOURCES CORP

PATENTED MINING CLAIMS AND/OR
RESERVED MINERAL RIGHTS

101 E LAKESIDE AVE

ProVal Area Number 1

CODE AREA 21-0000

OWNER CD

PARC TYPE

LOC CODE

COEUR D'ALENE ID 83814

EFFDATE 1011980

EXPDATE

PREV PARCEL

CAT	RY	QUANTITY	UN	VALUE	HO-MRKT	HO-EXMP	CB-MRKT	OTHER
9	2004	301813		1509				

TOTALS

301813

1509

ENTER NEXT PARCEL NUMBER

RP

A

FKeys: F2=TX F3=Exit

F6=NM

F7=LG

F8=CT

F13=TM

F18=HS

F20=SrcH

428886

USEPA SF



1283564

RECORDING REQUESTED BY & RETURN TO:

Timberline Resources Corporation
c/o Stephen Goss, President
P.O. Box 5034
Spokane, Washington 99205

428886

QUITCLAIM DEED AND ASSIGNMENT

This Deed and Assignment is made effective as of the 1st day of February, 2006, by and between HECLA MINING COMPANY, a Delaware corporation ("Hecla"), with its principal place of business at 6500 N. Mineral Drive, Suite 200, Coeur d'Alene, Idaho 83815-9408, and TIMBERLINE RESOURCES CORPORATION, an Idaho corporation ("Timberline"), with its principal place of business at c/o Stephen Goss, President, P.O. Box 5034, Spokane, Washington 99205. Timberline and Hecla may be referenced jointly in this Deed and Assignment as the "Parties."

A. WHEREAS, Hecla owns or controls certain mining claims and other real property interests more specifically described in the attached Schedule 1 (hereinafter referred to as the "Hecla Properties");

B. WHEREAS, Timberline owns or controls certain mining claims and other real property interests more specifically described in the attached Schedule 2 (hereinafter referred to as the "Timberline Properties"). (The Timberline Properties and the Hecla Properties shall be referenced collectively as the "Mineral Properties");

C. WHEREAS, Hecla and Timberline are parties to that certain unrecorded Earn-In Agreement dated effective as of December 1, 2004 (the "Earn-In Agreement");

D. WHEREAS, pursuant to the terms of the Earn-In Agreement, Hecla has elected to transfer the Hecla Properties to Timberline and enter into a Royalty Deed and Agreement covering the Mineral Properties (the "Royalty Deed and Agreement");

E. WHEREAS, concurrently with the execution of this Deed and Assignment, the Parties have entered into the Royalty Deed and Agreement; and

F. WHEREAS, in connection with such election, the Earn-In Agreement requires Hecla to transfer the Hecla Properties to Timberline and to quitclaim any interest Hecla has in the Timberline Properties under the Earn-In Agreement to Timberline.

428886

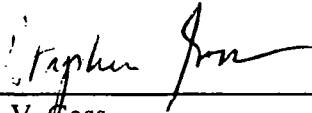
NOW, THEREFORE, in consideration of the premises and other good and valuable consideration received under the Earn-In Agreement:

- (1) Hecla hereby quitclaims to Timberline Hecla's entire interest in the Hecla Properties, TO HAVE AND TO HOLD, all and singular the Hecla Properties, together with the tenements, hereditaments and appurtenances belonging thereto, or in anywise appertaining, and the rents, issues and profits of such property all to Timberline and Timberline's successors and assigns forever, subject to the Royalty Deed and Agreement; and
- (2) Hecla hereby quitclaims to Timberline Hecla's entire interest (if any) in the Timberline Properties, TO HAVE AND TO HOLD, all and singular the Timberline Properties, together with the tenements, hereditaments and appurtenances belonging thereto, or in anywise appertaining, and the rents, issues and profits of such property all to Timberline and Timberline's successors and assigns forever, subject to the Royalty Deed and Agreement.

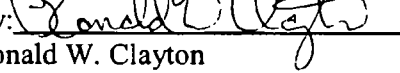
Notwithstanding the quitclaim nature of this conveyance, Hecla agrees that the representations and warranties made by Hecla in Article II of the Earn-In Agreement are incorporated into this Deed and Assignment in their entirety by this reference and shall be deemed to have been made again (and shall be true and correct) as of the date of this Deed and Assignment.

IN WITNESS WHEREOF, has caused this Quitclaim Deed to be effective on the day and year first above written.

**TIMBERLINE RESOURCES
CORPORATION**

By: 
Stephen V. Goss
President

HECLA MINING COMPANY

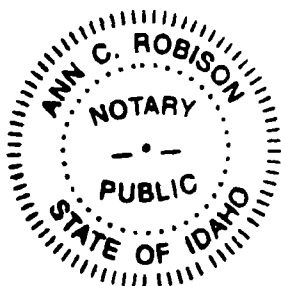
By: 
Ronald W. Clayton
Vice President-North American Operations

ACKNOWLEDGEMENTS

428886

STATE OF IDAHO)
) ss.
County of Kootenai)

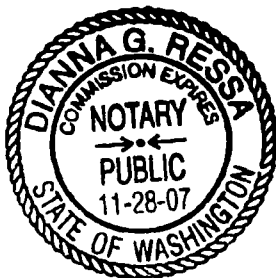
The foregoing instrument was acknowledged before me this 2nd day of January, 2006, by Ronald W. Clayton, the Vice President-North American Operations of Hecla Mining Company, a Delaware corporation, on behalf of said corporation.



Ann C. Robison
Notary Public in and for the
State of Idaho
Residing at Idaho
My commission expires 10/31/2006

STATE OF WASHINGTON)
) ss.
County of Spokane)

The foregoing instrument was acknowledged before me this 2nd day of January, 2006, by Stephen V. Goss, the President of Timberline Resources Corporation, an Idaho corporation, on behalf of said corporation.



Dianna G. Resa
Notary Public in and for the
State of Washington
Residing at Spokane
My commission expires 11/28/07

428886

SCHEDULE 1
HECLA PROPERTIES

Patented Mining Claims and Other Real Property Interests (*mineral estate only*) located in Section 13, Township 48 North, Range 5 East, and Sections 18, 19, 20, 29 and 30, Township 48 North, Range 6 East, Shoshone County, Idaho:

Mineral Survey 1879/Parcel MC0069

Boxer
Lone Star
Nineteen Hundred
Snowstorm
Snowstorm Fraction

Mineral Survey 2063/Parcel MC0289

Snow Cap
Snowdrift
Snow Peak

Mineral Survey 2066A/Parcel MC0289

Illinois
Liberty
Protection
Snowstorm Cloud

Mineral Survey 2104/Parcel MC0289

Midlight
Moonlight
Starlight
Sunlight

Mineral Survey 2223/Parcel MC0106

Calumet
Calumet Fraction
Go Between
John H.
Lucky
Mortel
Saturday
Settin Sun
Tamarack

Mineral Survey 2302/Parcel MC0067

Nellie

Mineral Survey 2358/Parcel MC0067

Bull Pen
Independent Fraction
San Quentin

Mineral Survey 2670/Parcel MC0067

Manistee
Missoula
Rose

Mineral Survey 2670/Parcel MC0069

Ground Squirrel
Lost Horse
Olive
Slide
Slide Fraction
Wisconsin
Wisconsin Fraction

Mineral Survey 2724A/Parcel MC0067

Little Bert
Mabel May No. 2

Mineral Survey 2737/Parcel MC0067

Babb
Emma Mine
Mary Mine
Schneider

Parcel 48N06E19-1350

Lot 13

428886

HECLA PROPERTY AGREEMENTS

Timberland Sale and Purchase Agreement by and between Hecla Mining Company, Abot Mining Company, Consolidated Silver Corporation, Moonlight Mining Company, Nine Corporation and Wall Street Mining Company, as Seller, and Louisiana-Pacific Corporation, as Buyer, dated February 28, 1992, affecting the surface interests of MS 2223, 2302, 2358, 2724A, 2737 and Lot 13.

Stock Purchase Agreement and Property Exchange Agreement by and between Hecla Mining Company and Silver Mountain Lead Mines, both dated May 24, 1999, affecting the surface interests of MS 1879, 2063, 2066A and 2104.

SCHEDULE 2
TIMBERLINE PROPERTIES

428886

Unpatented Lode Mining Claims located in Township 48 North, Range 6 East, Shoshone County, Idaho

<u>Claim Name</u>	<u>County Document Number</u>	<u>BLM Serial Number</u>
Timberline 5350	417835	187467
Timberline 5351	417836	187468
Timberline 5352	417837	187469
Timberline 5450	417838	187470
Timberline 5451	417839	187471
Timberline 5452	417840	187472
Timberline 5158	417860	187464
Timberline 5157	417861	187463
Timberline 5156	417862	187462
Timberline 5155	417863	187461
Timberline 5154	417864	187460
Timberline 5153	417865	187459
Timberline 5152	417866	187458
Timberline 5151	417867	187457
Timberline 5150	417868	187456
Timberline 5058	417869	187451
Timberline 5057	417870	187450
Timberline 5056	417871	187449
Timberline 5055	417872	187448
Timberline 5054	417873	187447
Timberline 5053	417874	187446
Timberline 5052	417875	187445
Timberline 5051	417876	187444
Timberline 5050	417877	187443
Timberline 5049	418116	187442
Timberline 5148	418117	187454
Timberline 5149	418118	187455
Timberline 5059	418119	187452
Timberline 5060	418120	187453
Timberline 5159	418121	187465
Timberline 5160	418122	187466
Timberline 6000	418123	187473
Timberline 6001	418124	187474
Timberline 6002	418125	187475
Timberline 6006	418953	187571

<u>Claim Name</u>	<u>County Document Number</u>	<u>BLM Serial Number</u>
Timberline 6007	418954	187572
Timberline 6008	418955	187573
Timberline 6009	418956	187574

TIMBERLINE PROPERTY AGREEMENTS

There are no Property Agreements relating to the Timberline Properties.

Instrument # 428886

WALLACE, SHOSHONE COUNTY, IDAHO

2006-02-06 12:45:00 No. of Pages: 7

Recorded for : TIMBERLINE RESOURCES CORP.

PEGGY DELANGE-WHITE Fee: 21.00

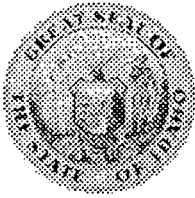
Ex-Officio Recorder Deputy

Index to: QUITCLAIM DEED

428886

APR 8 PM 12:45

Janet Lombardi



IDAHO SECRETARY OF STATE Viewing Business Entity

Ben Ysursa, Secretary of State

[[New Search](#)] [[Back to Summary](#)]
[[Get a certificate of existence for TIMBERLINE RESOURCES CORPORATION](#)]

TIMBERLINE RESOURCES CORPORATION

101 E LAKESIDE
COEUR D ALENE, ID 83814

Type of Business: CORPORATION, GENERAL BUSINESS

Status: GOODSTANDING 17 Oct 2008

State of Origin: DELAWARE

Date of Origination/Authorization: 17 Oct 2008

Initial Registered Agent: CT CORPORATION SYSTEM
1111 W JEFFERSON STE 530
BOISE, ID USA 83702

Organizational ID / Filing Number: C180505

Number of Authorized Stock Shares:

Date of Last Annual Report:

Original Filing:

Filed 17 Oct 2008 CERTIFICATE OF
AUTHORITY

[[Help Me Print/View TIFF](#)]
[View Image \(PDF format\)](#) [View Image \(TIFF format\)](#)

Amendments:

[[Help Me Print/View TIFF](#)]

[Idaho Secretary of State's Main Page](#)

[State of Idaho Home Page](#)

Comments, questions or suggestions can be emailed to: sosinfo@sos.idaho.gov

State of Idaho

Office of the Secretary of State

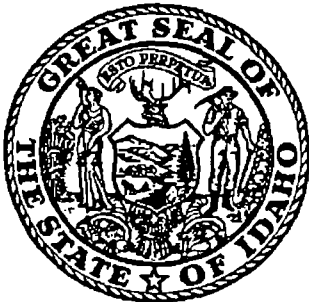
**CERTIFICATE OF AUTHORITY
OF
TIMBERLINE RESOURCES CORPORATION**

File Number C 180505

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: October 17, 2008



Ben Ysursa
SECRETARY OF STATE

By

[Signature]



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:
Timberline Resources Corporation
2. The name which it shall use in Idaho is: _____
3. It is incorporated under the laws of: Delaware
4. Its date of incorporation is: August 15, 2008
5. The address of its principal office is:
101 E. Lakeside, Coeur d'Alene, Idaho 83814
6. The address to which correspondence should be addressed, if different from item 5, is:

7. The street address of its registered office in Idaho is: 1111 W. Jefferson, Suite 530, Boise, ID 83702
and its registered agent in Idaho at that address is: CT Corporation System
8. The names and respective business addresses of its directors and officers are:

Name	Title	Business Address
<u>See attached list of officers and</u>	<u>directors</u>	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Date: September 30, 2008

Signature: _____

Typed Name: Randal L. Hardy

Capacity: Chief Executive Officer

(The signer must be a director or an officer of the corporation.)

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

RECEIVED
SEP 17 2008
SECRETARY OF STATE

Web Page

IDAHO SECRETARY OF STATE
10/17/2008 05:00
CK: 1630 CT: 226645 BH: 1148651
1 @ 100.00 = 100.00 AUTH PRO # 6
1 @ 20.00 = 20.00 EXPEDITE C # 7

C180505

Attachment Page to Application For Certificate of
Authority (Profit Corporation)

of

Timberline Resources Corporation

NAME/ADDRESS	OFFICE HELD
Randal Hardy 101 E. Lakeside Avenue Coeur d'Alene, ID 83814	Chief Executive Officer, Chief Financial Officer & Director
Craig Crowell 101 E. Lakeside Avenue Coeur d'Alene, ID 83814	Chief Accounting Officer & Secretary
John Swallow 101 E. Lakeside Avenue Coeur d'Alene, ID 83814	Executive Chairman & Director
Paul Dirksen 101 E. Lakeside Avenue Coeur d'Alene, ID 83814	Vice President, Exploration & Director
Eric Klepfer 101 E. Lakeside Avenue Coeur d'Alene, ID 83814	Director
Vance Thornberry 101 E. Lakeside Avenue Coeur d'Alene, ID 83814	Director
Ron Guill 101 E. Lakeside Avenue Coeur d'Alene, ID 83814	Director
James H. Moore 101 E. Lakeside Avenue Coeur d'Alene, ID 83814	Director

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TIMBERLINE RESOURCES CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF OCTOBER, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TIMBERLINE RESOURCES CORPORATION" WAS INCORPORATED ON THE FIFTEENTH DAY OF AUGUST, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

4588584 8300

081044141

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6915504

DATE: 10-16-08